

ELIGIBILITY TERMS AND CONDITIONS FOR NOMINATION AS NON-INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS OF QATAR FIRST BANK LLC (PUBLIC)

The terms and conditions for nomination as non-independent member of the Board of Directors of Qatar First Bank LLC (Public) (“QFB”) include but are not limited to the following:

1. The candidate shall not be less than 21 years of age and shall have full legal capacity.
2. The candidate must be a natural living person or a corporate body.
3. The candidate must fulfill the condition of independence as required by the Qatar Financial Markets Authority codes.
4. The candidate must have adequate expertise and sufficient knowledge, including of administrative matters, to properly and effectively perform their functions effectively, and be able to devote sufficient time to perform their duties with integrity and transparency to achieve QFB’s interest, goals and objectives.
5. The candidate must not have been previously convicted of a felony, a crime against honour or a breach of trust or any of the crimes specified in articles (334) and (335) of the Commercial Companies Law, or any of the crimes stipulated in article 40 of Law No. 8 of 2012 concerning the Qatar Financial Markets Authority or been prevented from practising any work in accordance with the rules and regulations of the Qatar Financial Centre, Qatar Financial Centre Authority, Qatar Financial Centre Regulatory Authority, the Qatar Financial Markets Authority and any of the entities falling under article 35 paragraph 12 of Law No. 8 of 2012 mentioned hereabove or declared bankrupt unless rehabilitated.
6. The candidate must not have been disqualified from being a director in the Qatar Financial Centre or in any other place.
7. The nomination application must be accompanied, at the time of submission, by a valid Good Conduct Certificate issued by the relevant authorities or an official certificate proving that the candidate’s record is free from any misdemeanor or felony, either of which is dated no later than one month prior to the date of the application, and which must be renewed on an annual basis no later than the end of January of each year.
8. The candidate, whether in their personal capacity or as a representative of a corporate body, must not:
 - a. be a member of the board of directors or senior management of, or otherwise have an interest in, a company engaged in business activities similar to those of QFB or its affiliates whether directly or indirectly (or, where such membership or interest exists, approval for their nomination to the Board of Directors has been obtained from the Qatar Financial Centre Authority);
 - b. be a member of the boards of directors of more than three companies headquartered in the State of Qatar;
 - c. either in person or in capacity, be a board chairman or vice chairman for more than two companies headquartered in the State of Qatar; and
 - d. be a managing director in more than one bank headquartered in the State of Qatar, nor combine two memberships of two companies exercising a homogenous activity.
9. The candidate must, at the time of the application being submitted, hold QFB shares in an amount which is not less than 3% of the total nominal value of QFB’s shares and they must continue to hold a minimum such number of shares throughout the duration of their membership of the Board of Directors.

10. The minimum number of QFB shares required for membership of the Board of Directors of 3% of QFB's share capital shall be deposited with the Qatar Central Securities Depository within seven days (7) of the candidate being appointed or elected to the Board of Directors and the same:
 - a. shall be removed from trading and ineligible to be presented as collateral or mortgaged throughout the duration of the candidate's membership of the Board of Directors;
 - b. shall be included and certified in the year-end financial statements of QFB;
 - c. shall be used, upon their appointment or election to the Board of Directors, to cover their liability towards QFB, its shareholders, creditors, and concerned third parties for actions for which the Board of Directors is liable for; and
 - d. shall constitute grounds for their immediate dismissal from the Board of Directors if not provided.
11. The candidate shall obtain the approval of the Nomination, Remuneration and Corporate Governance Committee before being formally nominated for election at the General Assembly Meeting of QFB, which approvals shall require an assessment of their application by the Nomination, Remuneration and Corporate Governance Committee.

Please note that the terms and conditions set out above do not cover all the applicable laws, regulations and instructions that independent members of the Board of Directors are required to be aware of. All candidates for membership of the Board of Directors are responsible for reviewing all applicable laws, regulations and instructions.

REQUIRED DOCUMENTS:

For natural persons

1. A copy of the candidate's most recent CV.
2. A copy of the candidate's certified Qatari ID (for Qatari candidates) or a copy of their certified passport (for non-Qatari candidates).
3. A filled out individual application form accompanied by all the necessary information. The application form can be found on QFB's Website under the Investor Relations Section.
4. A copy of a valid Good Conduct Certificate issued by the relevant authorities or an official certificate proving that the candidate's record is free from any misdemeanor or felony, either of which must be dated no later than one month prior to the date of the application.
5. A copy of the updated statement of share ownership issued by the Qatar Central Securities Depository not exceeding one week from the date of issuance.

For companies

1. A copy of the commercial register.
2. A letter from the company's legal representative, stamped by company's seal, authorizing the candidate to take all the necessary regarding their nomination which shall be served to the Chairman of the Nomination, Remuneration and Corporate Governance Committee of QFB.
3. A copy of the most recent CV of the candidate company's representative.
4. A copy of Qatari ID (for Qatari representatives) or a copy of a certified passport (for Non - Qatari representatives) of the candidate company's representative.
5. A filled out corporate application form accompanied by all the necessary information. The application form can be found on QFB's Website under the Investor Relations Section.
6. A copy of the updated statement of share ownership issued by the Qatar Central Securities Depository not exceeding one week from the date of issuance.